

REDLINE BHs Proposal to Proskauer Draft 6.26.23

Proposed Confirmation Schedule for October Hearing

Revised Proposed PREPA Schedule	Event
06/23/2023	Board filed list of plan amendments and 2023 PREPA Fiscal Plan
06/30/2023	Board uploads Fiscal Plan model, Legacy Charge model, and factual source material to Plan Depository, <u>including but not limited to any LUMA load forecast data or model used to generate inputs for the Fiscal Plan model or the Legacy Charge model, and including data related to fixed cost assumptions.</u>
07/10/2023	<p>Deadline for the Debtor to file <u>a supplemental amended preliminary fact witness list of all fact witnesses expected to testify</u> and topics about which each witness will testify (“<u>Debtor’s Supplemental Amended Preliminary Fact Witness List</u>”), <u>including new witnesses (if any) needed based upon the Third Amended Plan.</u>”).</p> <p>Deadline for Debtor to file <u>supplemental amended</u> expert disclosures on <u>all</u> experts expected to proffer opinions, <u>limited to changes to the Third Amended POA</u> (“<u>Debtor’s Supplemental Amended Expert Disclosures</u>”).</p> <p>Board to upload to Plan Depository documents created or relied on in connection with plan amendments <u>other than documents provided with updated expert reports.</u></p>
07/14/2023	Board files Third Amended PREPA Plan of Adjustment
07/17/2023	<p><u>Deadline for all parties to serve supplemental requests for production of additional documents not uploaded by Board, limited to changes in the Third Amended POA (“Supplemental Production Requests”). Parties in interest may serve Supplemental Production Requests only if they have previously filed a timely Discovery Notice. Responses and objections to any Supplemental Production Requests shall be served within seven (7) days of service of each Supplemental Production Request.</u></p> <p><u>Deadline for the Committee to file opposition to Debtor’s Motion in Limine to Exclude Evidence Challenging Oversight Board’s Certification Determinations [ECF No. 3581] (“Oversight Board’s Motion in Limine”).</u></p>

Commented [A1]: New lists and disclosures should take the form of amended documents that include all disclosures, etc., for the forthcoming hearing, rather than “supplements” identifying only new disclosures. This avoids ambiguity about which disclosures from previous lists and disclosures still apply and provides a single convenient document for the Court and the parties.

Commented [A2]: We expect that the parties will in good faith focus on discovery on new issues arising out of the Board’s amended plan, rather than retreading existing discovery, but including these sorts of limitations invites unnecessary discovery disputes about the scope of discovery, especially given the scope of necessary discovery is not yet clear as the plan has not been filed.

Commented [A3]: This language does not serve a particular purpose. All plan-supporting documents should be produced on this date, and expert backup and materials considered should be produced with expert reports.

Commented [A4]: The issue raised in this motion potentially impacts the scope of supplemental expert discovery. Bondholders believe it should be addressed as soon as possible, giving the Committee a chance to respond.

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07/20 24 /2023	<p>Deadline for parties in interest to file a supplemental fact witness list and topics about which each witness is expected to testify (a “Party in Interest’s Supplemental Fact Witness List,” and together with the Debtor’s Supplemental Fact Witness List, the “Supplemental Fact Witness Lists”); including any new witnesses needed based upon the Third Amended POA.</p> <p><u>Deadline for the Oversight Board to file reply to the Committee’s opposition to the Oversight Board’s Motion in Limine.</u></p> <p>Deadline for parties in interest to file supplemental expert disclosures on experts expected to proffer opinions, limited to changes to the Third Amended POA (“Party in Interest’s Supplemental Expert Disclosures”).</p>
07/25 Week of 7/24 /2023	<p>Deadline for all parties to serve supplemental notices of deposition, topics and requested times for depositions limited to changes in the Third Amended POA (“Supplemental Notices of Deposition”) (three hour time limit for each supplemental deposition).</p> <p><u>Hearing on Oversight Board’s Motion in Limine.</u></p>
07/25 28 /2023	<p>Deadline to serve expert reports on opinions, limited to changes in Third Amended POA (“Supplemental Expert Reports”).</p> <p><u>Deadline for all parties to serve supplemental requests for production of additional documents not uploaded by Board (“Supplemental Production Requests”), as well as interrogatories. Parties in interest may serve Supplemental Production Requests or interrogatories only if they have previously filed a timely Discovery Notice. Responses and objections to any Supplemental Production Requests or interrogatories shall be served within seven (7) days of service of each Supplemental Production Request.</u></p>
08/02 07/28 /2023	<p>Deadline for all parties in interest to file an amended preliminary fact witness list of all witnesses expected to testify and topics about which each witness is expected to testify (a “Party in Interest’s Amended Preliminary Fact Witness List,” and together with the Debtor’s Amended Preliminary Fact Witness List, the “Amended Preliminary Fact Witness Lists”).</p> <p><u>Deadline for parties in interest to file supplemental rebuttal amended expert disclosures (“Supplemental Rebuttal on experts expected to proffer opinions (“Party in Interest’s Amended Expert Disclosures”).</u></p>

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08/14/2023	Deadline for all parties to file supplemental rebuttal serve opening expert reports (“ <u>Supplemental Rebuttal Expert Reports</u> ”)
08/21/2023	<p>Deadline for all parties to file rebuttal expert disclosures (“<u>Rebuttal Expert Disclosures</u>”)</p> <p>Deadline for the Debtor to file initial proposed confirmation order for the Third Amended POA (the “<u>Proposed Confirmation Order</u>”).</p> <p>Deadline for completion of supplemental fact discovery (the “<u>Supplemental Fact Discovery Deadline</u>”).</p>
08/25/2023	Deadline for completion all parties to serve notices of supplemental expert discovery (the “ <u>Supplemental Expert Discovery Deadline</u> ”). deposition, topics and requested times for depositions (“ <u>Notices of Deposition</u> ”).
09/04/2023	Labor Day
09/06/2023	<p>Deadline for parties in interest to file:</p> <ul style="list-style-type: none"> Objections to confirmation of the Third Amended Plan (“<u>Plan Objections</u>”). Objections to Proposed Confirmation Order.
09/08/2023	Deadline for all parties to file supplemental Daubert motions and motions in limine.
09/11/2023	<p>Deadline for all parties to file finalized witness lists, exhibit lists, and deposition designations.</p> <p>Deadline for all parties to file objections to supplemental Daubert motions and motions in limine. rebuttal expert reports (“<u>Rebuttal Expert Reports</u>”)</p>
09/15-17/2023	Rosh Hashanah
09/29/2023	<p>Deadline for all parties to file counter designations, objections to deposition designations, or objections to exhibit lists.</p> <p><u>completion of supplemental fact and expert discovery (the “<u>Supplemental Discovery Deadline</u> for all parties to file replies for Daubert and in limine motions.”).</u></p>

Commented [A5]: All previously disclosed expert reports are focused on the previous POA and 2022 Fiscal Plan, and thus require amendments and new disclosures. Bondholders do not agree to imposing an arbitrary limit on the scope of those new disclosures. Additionally, having supplemental reports when the prior reports are based on a different POA/fiscal plan will be needlessly confusing.

Commented [A6]: We expect that the parties will in good faith conduct efficient depositions focused on new issues arising out of the Board’s amended plan, but given the number of parties involved and the complexity of the issues, and that we haven’t even seen what the Board will produce, we do not agree to accept any preemptive limit.

We also propose moving this deadline to after the rebuttal expert disclosures.

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09/24-25/2023	Yom Kippur
10/04/2023	<p><u>Deadline for parties in interest to file:</u></p> <ul style="list-style-type: none"> • <u>Objections to confirmation of the Third Amended Plan (“Plan Objections”).</u> • <u>Objections to Proposed Confirmation Order.</u> <p><u>Deadline for all parties to file supplemental Daubert motions and motions in limine.</u></p>
10/06/2023	<p><u>Deadline for all parties to file finalized witness lists, exhibit lists, and deposition designations.</u></p> <p><u>Deadline for all parties to file objections to supplemental Daubert motions and motions in limine.</u></p>
10/13/2023	<p><u>Deadline for all parties to file counter-designations, objections to deposition designations, or objections to exhibit lists.</u></p> <p><u>Deadline for all parties to file replies for Daubert and in limine motions.</u></p>
09/28 10/20/2023	<p>Deadline for all parties to file objections to counter designations.</p> <p>Deadline for Debtor to file:</p> <ul style="list-style-type: none"> • Memorandum of law in support of confirmation. • Omnibus reply to Plan Objections and objections to the Proposed Confirmation Order. • Witness Declarations. • Vote Tabulation. • Initial proposed findings of fact and conclusions of law (“<u>Proposed Findings of Fact and Conclusions of Law</u>”). <p>Deadline for parties in interest to file statements or joinders in support of confirmation of the Plan.</p> <p>Deadline for non-Debtor parties to file witness declarations.</p>

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10/ 02 27/2023	Deadline for parties in interest to file objections to the (i) Vote Tabulation and/or (ii) Proposed Findings of Fact and Conclusions of Law.
10/05 11/01/2023	Deadline for Debtor to reply to objections to the (i) the Vote Tabulation and (ii) Proposed Findings of Fact and Conclusions of Law.
Week of 10/ 02/23 30/2023	Virtual hearing on motions in limine (<u>except as noted above</u>) / pre-trial conference.
10/09 — 10/20 11/06 – 11/17/2023 (at the direction of the Court)	Confirmation Hearing